

EXHIBIT H

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Enterprise Focus, Inc., and Clever Capital, LLC*

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

In re:)	Case No. 18-03197-FPC11
)	
GIGA WATT, INC.,)	Adv. No. 19-80012-FPC
)	
Debtor.)	Chapter 11
)	
MARK D. WALDRON, in his)	DEFENDANTS DAVID M.
capacity as the duly-appointed)	CARLSON, ENTERPRISE
Chapter 11 Trustee,)	FOCUS, INC. AND CLEVER
)	CAPITAL, LLC'S
Plaintiff,)	MEMORANDUM RE: SHOW
)	CAUSE
)	
v.)	
)	
DAVID M. CARLSON and)	
JANE DOE 1, individually and)	
on behalf of the marital estate;)	
ENTERPRISE FOCUS, INC., a)	
Washington corporation;)	
CLEVER CAPITAL, LLC, a)	
Washington limited liability)	
company; JEFFREY FIELD;)	

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DEFENDANTS DAVID M. CARLSON - 1



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1 ROB TRAVIS; and JANE DOES)
2 2 through 15,)
3)
4 Defendants.)

5 In accordance with the Court's Amended Order to Show Cause for
6 Preliminary Injunction and Temporary Restraining Order (ECF No. 19),
7 Defendants David M. Carlson, Enterprise Focus, Inc. and Clever Capital,
8 LLC, by and through their attorneys of record, respectfully submit their
9 Memorandum Re: Show Cause.

10 I. INTRODUCTION

11 The injunctive relief Plaintiff requests is an attempted end-run
12 around the Bankruptcy Code's requirements that apply to assumption of
13 executory contracts including, specifically, nonresidential leases of real
14 property. The Trustee made the business decision to not assume any of
15 the TNT Facility leases in which Giga Watt, Inc. had asserted an interest.
16 Not having been assumed within the time required, they are rejected.
17 Nevertheless, to regain the opportunity to control the facility, with Mr.
18 Carlson as his target, Plaintiff commenced this proceeding and obtained
19 a temporary restraining order. The evidence to be presented at the show
20 cause hearing, however, will demonstrate that Plaintiff is not entitled to
21 the extraordinary equitable relief of a preliminary injunction.
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DEFENDANTS DAVID M. CARLSON - 2



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